



Career Executive Assignment (CEA) Duty Statement

Title of Position: General Counsel

Organizational level: Second	Effective on the date indicated, the employee assigned to this position has responsibility for the program or functions described under <i>Concept of the Position</i> and performs the specific Duties which are described under <i>Typical Tasks</i> . Similar duties are grouped together and the percentage of time spent in performing each type of duty is indicated.
Reports to: Chief Executive Officer	
Effective Date: November 2, 2005	

Concept of the Position:

The General Counsel is the Board of Administration's chief legal advisor. The General Counsel provides and manages, through internal and external resources, all legal advice and representation for the Board and the California Public Employees' Retirement System (CalPERS). As a member of executive management, the General Counsel participates in all major policy and planning decisions, including recommendations made to the Board and its committees. The General Counsel's role in this regard is to analyze, and provide advice on, specific legal risks as well as to offer a systemwide perspective to the issues in question.

Typical Tasks:

Provides legal advice and recommendations to the Board and Executive Staff, both in response to questions and as appropriate on a proactive basis; provides legal representation in all litigation and other proceedings involving or relating to CalPERS and in all transactions involving the investment of CalPERS assets. Make public presentations and speeches on matters of fiduciary responsibility, legal issues affecting public pension funds and health plans, corporate governance, and Board policies; acts as CalPERS' representative on various statewide and national organizations. Provides legal and parliamentary support at each meeting of the Board and its committees; provides advice with respect to internal policies and procedures, including the Board's Governance Principles; coordinates the Board's selection of its outside independent fiduciary counsel.

Oversees the Office of Audit Services (internal audits), facilitating executive resolution of unresolved audit findings and participating in the selection and evaluation of the Chief Auditor. Manages the Legal Office, including resource, legal policy direction, internal professional development and training, and selection and retention; manages outside counsel.

With the Chief Executive Officer, oversees the Enterprise Compliance Office, giving direction on system compliance issues and participating in the selection and evaluation of the Chief Compliance Officer.

Participates in the Corporate Governance Internal Working Group, offering legal advice and policy direction in the implementation of the Board's corporate governance policies.

Represents the CalPERS Legal Office in dealings with legal representatives of employee and employer organizations; individual employers, including the Department of Personnel Administration; other public pension plans within and outside of California; attorneys who represent CalPERS members in administrative hearings; investment industry regulators, including the SEC, NYSE, NASD and NASDAQ; investor trade organization; securities fraud litigation attorneys who represent plaintiffs, defendants or the insurance industry.